

Message Text

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ACTION EUR-12

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R 210601Z MAY 75

FM AMEMBASSY THE HAGUE

TO SECSTATE WASHDC 5947

UNCLAS THE HAGUE 2555

E.O. 11652: N/A

TAGS: EIND, EFIN, NL

SUBJECT: ANTITRUST SUIT AGAINST AKZO CHEMIE

REF: A. THE HAGUE 1933

B. STATE 093878

C. THE HAGUE 2210

D. STATE 106391

1. ANSWER TO QUESTION 1 OF STATE 093878 IS THAT AKZO CHEMIE N.V. HAS BEEN SOLE SHAREHOLDER IN K.I.M. NOURY SINCE JUNE 1971.

2. ANSWERS TO QUESTIONS IN STATE 106391 ARE AS FOLLOWS:

(A) PARAGRAPH 1: AKZO CHEMIC N.V. WAS NOT DISSOLVED PRIOR TO CHANGE INTO AKZO CHEMIC NEDERLAND B.V. CHANGE WAS ACCOMPLISHED UNDER DUTCH LAW THROUGH SIMPLE ALTERATION OF ARTICLES OF INCORPORATION, AS EXPLAINED IN THE HAGUE 1933, PARAGRAPH 4. CHANGE OF ARTICLES DOES NOT IMPLY CHANGE OF IDENTITY OF LEGAL PERSON OF INCORPORATION (ARTICLE 57F OF NETHERLANDS COMMERCIAL CODE). WE ARE SENDING COPY OF DUTCH TEXT BY AIRGRAM. IN EVENT TRANSLATION IS DIFFICULT IN U.S., EMBASSY WOULD BE WILLING TO HIRE SERVICES OF TRANSLATOR IF NECESSARY FUNDING WILL BE AUTHORIZED.

(B) PARAGRAPH 2: N/A.

(C) PARAGRAPH 3: AKZO CHEMIC N.V. WAS REORGANIZED INTO AKZO CHEMIE NEDERLAND B.V. BY AMENDMENT OF ARTICLES OF INCORPORATION. WE ARE SENDING TEXT OF CURRENT ARTICLES OF INCORPORATION OF AKZO CHEMIE NEDERLAND B.V. THIS TEXT INCORPORATES AMENDMENTS WHICH ALTERED FORM OF COMPANY BUT WE ARE UNCLASSIFIED

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UNABLE TO IDENTIFY PRECISELY WHAT AMENDMENTS ARE, SINCE COMPANY WILL NOT PROVIDE INFORMATION AND WE CANNOT OBTAIN PREVIOUS UNAMENDED ARTICLES FOR PURPOSE OF COMPARISON.

(C) PARAGRAPH 4: SINCE AKZO CHEMIE N.V. AND AKZO CHEMIE

NEDERLAND B.V. ARE SAME LEGAL PERSON, WE ASSUME THAT DEBT LIABILITIES OF ONE ARE SAME AS THOSE OF THE OTHER. WE ARE UNABLE TO PROVIDE ANY DOCUMENT SPECIFICALLY STATING ASSUMPTION OF LIABILITIES.

(EL PARAGRAPH 5: WE DO NOT KNOW WHETHER AKZO EHCMI NEDERLAND B.V. OR ITS PREDECESSOR AKZO CHEMIC NV ESTABLISHED AN ESCROW ACCOUNT OR MADE OTHER ARRANGEMENT TO PAY FOR LIABILITIES OF AKZO CHEMIE N.V.

(F) PARAGRAPH 6: SEE ARTICLE 57F OF NETHERLANDS COMMERCIAL CODE, REFERRED TO IN PARAGRAPH 2(A) THIS TELEGRAM.

3. NOTE THAT WE SPEAK OF AKZO CHEMIE NEDERLAND B.V. WE INADVERTENTLY OMITTED THE CHEMIE IN THE HAGUE 1933. NOTE ALSO THAT AKZO CHEMIE NEDERLAND B.V. HANDLES DOMESTIC NETHERLANDS BUSINESS OF AKZO WHEREAS AKZO CHEMIE B.V. HANDLES INTERNATIONAL BUSINESS.

4. WHILE PROVIDING JUSTICE COPIES OF ARTICLES OF INCORPORATION AND TEXTS OF DUTCH LAW, WE BELIEVE JUSTICE SHOULD ENGAGE SERVICES OF DUTCH LAWYER TO OBTAIN NECESSARY COUNSEL REGARDING INTERPRETATION OF SUCH LAWS. EMBASSY WILL RECOMMEND LAWYER IF JUSTICE WISHES.
GOULD

UNCLASSIFIED

<< END OF DOCUMENT >>

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